

State of Arizona  
Senate  
Forty-seventh Legislature  
First Regular Session  
2005

CHAPTER 262

# SENATE BILL 1496

AN ACT

AMENDING SECTIONS 10-122, 10-3122 AND 29-851, ARIZONA REVISED STATUTES;  
MAKING AN APPROPRIATION; RELATING TO CORPORATION AND LIMITED LIABILITY  
COMPANY FILINGS.

(TEXT OF BILL BEGINS ON NEXT PAGE)

1 Be it enacted by the Legislature of the State of Arizona:

2 Section 1. Section 10-122, Arizona Revised Statutes, is amended to  
3 read:

4 10-122. Filing, service and copying fees; public access fund;  
5 expedited report filing and access; same day and next  
6 day services; posted wait times; definition

7 A. The commission shall collect and deposit, pursuant to sections  
8 35-146 and 35-147, the following fees when the documents described in this  
9 subsection are delivered to it for filing or issuance:

10	<u>Document</u>	<u>Fee</u>
11	1. Articles of incorporation	\$50
12	2. Application for use of indistinguishable name	10
13	3. Application for reserved name	10
14	4. Notice of transfer of reserved name	10
15	5. Application for registered name	10
16	6. Application for renewal of registered name	10
17	7. Agent's statement of resignation	10
18	8. Amendment of articles of incorporation	25
19	9. Restatement of articles of incorporation with	
20	amendment of articles	25
21	10. Articles of merger or share exchange	100
22	11. Articles of dissolution	25
23	12. Articles of domestication	100
24	13. Articles of revocation of dissolution	25
25	14. Application for reinstatement following	
26	administrative dissolution, in addition	
27	to other fees and penalties due	100
28	15. Application for authority	150
29	16. Application for withdrawal	25
30	17. Annual report	45
31	18. Articles of correction	25
32	19. Application for certificate of good standing	10
33	20. Any other document required or permitted	
34	to be filed by chapters 1 through 15	
35	of this title	25

36 B. The commission shall collect a fee of twenty-five dollars each time  
37 process is served on it under chapters 1 through 17 of this title. The party  
38 to a proceeding causing service of process is entitled to recover this fee as  
39 costs if the party prevails in the proceeding.

40 C. The commission shall charge and collect a reasonable fee for  
41 copying documents on request, provided the fee does not exceed the cost of  
42 providing the service as determined by the commission. The commission shall  
43 also charge a reasonable fee for certifying the copy of a filed document,  
44 provided the fee does not exceed the cost of providing the service as  
45 determined by the commission.

1 D. A penalty of one hundred dollars payable in addition to other fees  
2 accrues and is payable if a foreign corporation fails to file an amendment,  
3 restated articles that include an amendment, or articles of merger within  
4 sixty days of the time of filing in the jurisdiction in which the corporation  
5 is domiciled.

6 E. One-third of the filing fees for the annual report of domestic and  
7 foreign corporations paid pursuant to subsection A, paragraph 17 of this  
8 section shall be deposited in the Arizona arts trust fund established by  
9 section 41-983.01.

10 F. A public access fund is established consisting of the monies  
11 received pursuant to paragraphs 2, 3, ~~and 4~~ 5 AND 6 of this subsection and  
12 section 29-851, ~~subsection~~ SUBSECTIONS B AND C. Monies in the fund are  
13 subject to legislative appropriation. The following provisions apply to the  
14 fund:

15 1. The commission shall administer the fund and spend monies in the  
16 fund to purchase, install and maintain an improved data processing system on  
17 the premises of the commission and for a part of the general administrative  
18 and legal expenses of the commission. The data processing system shall be  
19 designed to allow direct, on-line access by any person at a remote location  
20 to all public records that are filed with the commission pursuant to this  
21 title and title 29, chapter 4.

22 2. The commission shall provide for and establish an expedited service  
23 for the filing of all documents and services provided pursuant to this title  
24 as follows:

25 (a) The expedited filing shall be a priority service to be completed  
26 as soon as possible after the documents are delivered to the commission.

27 (b) In addition to any other fees required by this section or any  
28 other law, the commission shall charge a fee ~~of thirty five dollars~~ for  
29 expedited services, including those requested by fax. THE FEE SHALL BE  
30 DETERMINED BY A SUPERMAJORITY VOTE OF THE COMMISSIONERS.

31 3. THE COMMISSION MAY PROVIDE FOR AND ESTABLISH SAME DAY AND NEXT DAY  
32 SERVICES FOR THE FILING OF ANY DOCUMENTS AND SERVICES PROVIDED PURSUANT TO  
33 THIS TITLE AS FOLLOWS:

34 (a) THE SAME DAY AND NEXT DAY SERVICES SHALL NOT BE OFFERED UNLESS ALL  
35 EXPEDITED SERVICES FILED PURSUANT TO THIS TITLE ARE PROCESSED WITHIN A  
36 MAXIMUM OF FIVE BUSINESS DAYS AND ALL OTHER DOCUMENTS AND SERVICES FILED  
37 PURSUANT TO THIS TITLE ARE PROCESSED WITHIN A MAXIMUM OF THIRTY BUSINESS  
38 DAYS.

39 (b) THE COMMISSION SHALL SUSPEND SAME DAY OR NEXT DAY SERVICE IF THE  
40 COMMISSION DETERMINES THAT IT DOES NOT HAVE THE NECESSARY RESOURCES TO  
41 PERFORM THE SERVICE WITHIN THE ESTABLISHED TIME PERIOD.

42 (c) IN ADDITION TO ANY OTHER FEES REQUIRED BY THIS SECTION OR ANY  
43 OTHER LAW, THE COMMISSIONERS MAY CHARGE A FEE FOR THE SAME DAY OR NEXT DAY  
44 SERVICE OR BOTH. THE FEE SHALL BE DETERMINED BY A SUPERMAJORITY VOTE OF THE  
45 COMMISSIONERS.

1 4. THE COMMISSION SHALL PUBLICLY POST THE CURRENT WAIT TIMES FOR  
2 PROCESSING REGULAR, EXPEDITED AND SAME DAY AND NEXT DAY SERVICES.

3 ~~3-~~ 5. The commission may charge persons who access the commission's  
4 data processing system from remote locations and persons requesting special  
5 computer generated printouts, reports and tapes a reasonable fee that does  
6 not exceed the cost of the time, equipment and personnel necessary to provide  
7 this service or product as determined by the commission.

8 ~~4-~~ 6. In addition to any fee charged pursuant to this section, the  
9 commission may charge and collect the following fees to help defray the cost  
10 of the improved data processing system:

11 (a) Filing articles of incorporation of a domestic corporation, ten  
12 dollars.

13 (b) Filing an application of a foreign corporation for authority to  
14 transact business in this state, twenty-five dollars.

15 ~~5-~~ 7. All monies received pursuant to paragraphs 2, 3, and ~~4~~ 5 AND 6  
16 of this subsection and section 29-851, subsection B, shall be deposited,  
17 pursuant to sections 35-146 and 35-147, in the public access fund. The  
18 commission shall use the monies deposited in the fund for the purposes  
19 provided in this section. Fees charged pursuant to this section are exempt  
20 from section 39-121.03, subsection A, paragraph 3, relating to a charge for  
21 value of a reproduction on the commercial market. Monies in the fund are  
22 exempt from the provisions of section 35-190 relating to lapsing of  
23 appropriations, except that any unencumbered monies in excess of two hundred  
24 thousand dollars at the end of each fiscal year revert to the state general  
25 fund.

26 ~~6-~~ 8. When sufficient monies have been collected pursuant to  
27 paragraphs 2, ~~3-~~ 5 and ~~4-~~ 6 of this subsection and section 29-851, subsection  
28 B, to pay for the purchase and installation of the data processing system,  
29 the commission shall not charge and collect the fees prescribed in paragraph  
30 ~~4-~~ 6 of this subsection.

31 G. FOR THE PURPOSES OF THIS SECTION, "SUPERMAJORITY" MEANS AN  
32 AFFIRMATIVE VOTE OF AT LEAST FOUR COMMISSIONERS.

33 Sec. 2. Section 10-3122, Arizona Revised Statutes, is amended to read:  
34 10-3122. Filing, service and copying fees; public access fund;  
35 expedited report filing and access; same day and  
36 next day services

37 A. The commission shall collect and deposit, pursuant to sections  
38 35-146 and 35-147, in the state general fund the following fees when the  
39 documents described in this subsection are delivered for filing or issuance:

Document	Fee
40 1. Articles of incorporation	\$ 30
41 2. Application for use of indistinguishable name	\$ 10
42 3. Application for reserved name	\$ 10
43 4. Notice of transfer of reserved name	\$ 10
44 5. Application for registered name	\$ 10

1	6. Application for renewal of registered name	\$ 10
2	7. Agent's statement of resignation	\$ 10
3	8. Amendment of articles of incorporation	\$ 25
4	9. Restatement of articles of incorporation	
5	with amendment of articles	\$ 25
6	10. Articles of merger or membership exchange	\$100
7	11. Articles of dissolution	\$ 25
8	12. Articles of domestication	\$100
9	13. Articles of revocation of dissolution	\$ 25
10	14. Application for reinstatement following	
11	administrative dissolution or revocation in	
12	addition to other fees and penalties due	\$ 25
13	15. Application for authority	\$150
14	16. Application for withdrawal	\$ 25
15	17. Annual report	\$ 10
16	18. Articles of correction	\$ 25
17	19. Application for certificate of good standing	\$ 10

18 B. The commission shall collect a fee of twenty-five dollars each time  
 19 process is served on it under chapters 24 through 40 of this title. The  
 20 party to a proceeding causing service of process is entitled to recover this  
 21 fee as costs if the party prevails in the proceeding. The fee collected  
 22 pursuant to this subsection shall be deposited, pursuant to sections 35-146  
 23 and 35-147, in the state general fund.

24 C. The commission shall charge and collect fifty cents per page for  
 25 copying documents on request. The commission shall also charge five dollars  
 26 plus fifty cents per page for certifying the copy of a filed document. The  
 27 fees collected pursuant to this subsection shall be deposited, pursuant to  
 28 sections 35-146 and 35-147, in the state general fund.

29 D. A penalty of one hundred dollars payable in addition to other fees  
 30 accrues and is payable if a foreign corporation fails to file an amendment,  
 31 restated articles that include an amendment, or articles of merger within  
 32 sixty days of the time of filing in the jurisdiction in which the corporation  
 33 is domiciled. The penalty collected pursuant to this subsection shall be  
 34 deposited, pursuant to sections 35-146 and 35-147, in the state general fund.

35 E. The commission shall deposit, pursuant to sections 35-146 and  
 36 35-147, the monies received pursuant to paragraphs 2, 3, and 4 AND 5 of this  
 37 subsection in the public access fund established by section 10-122. Monies  
 38 in the fund are subject to legislative appropriation. The following  
 39 provisions apply to the fund:

40 1. The commission shall administer the fund and spend monies in the  
 41 fund to purchase, install and maintain an improved data processing system on  
 42 the premises of the commission and for part of the general administrative and  
 43 legal expenses of the commission. The data processing system shall be  
 44 designed to allow direct, on-line access by any person at a remote location

1 to all public records that are filed with the commission pursuant to this  
2 title.

3 2. ~~PURSUANT TO SECTION 10-122, SUBSECTION F, the commission shall~~  
4 ~~provide for and establish an expedited service for the filing of articles of~~  
5 ~~incorporation, application of foreign corporations for authority to conduct~~  
6 ~~affairs in this state, amendments, articles of merger or consolidation,~~  
7 ~~statements of intent to dissolve, application of withdrawal of foreign~~  
8 ~~corporations, annual reports and applications to reserve corporate name, as~~  
9 ~~follows:~~

10 ~~(a) The expedited filing shall be a priority same day service effected~~  
11 ~~in a fast and efficient manner.~~

12 ~~(b) The commission shall charge a fee for expedited services,~~  
13 ~~including those requested by telefacsimile transmission. This fee is in~~  
14 ~~addition to any other fees provided by law, including those in this~~  
15 ~~section. The fee for expedited services shall be set by the commission to~~  
16 ~~cover the cost of the service. ALL DOCUMENTS AND SERVICES PROVIDED PURSUANT~~  
17 ~~TO THIS TITLE.~~

18 3. PURSUANT TO SECTION 10-122, SUBSECTION F, THE COMMISSION MAY  
19 PROVIDE FOR AND ESTABLISH SAME DAY AND NEXT DAY SERVICES FOR THE FILING OF  
20 ANY DOCUMENTS AND SERVICES PROVIDED PURSUANT TO THIS TITLE.

21 ~~3-~~ 4. The commission may charge persons who access the commission's  
22 data processing system from remote locations and persons requesting special  
23 computer generated printouts, reports and tapes a reasonable fee that does  
24 not exceed the cost of the time, equipment and personnel necessary to provide  
25 this service or product as determined by the commission.

26 ~~4-~~ 5. In addition to any fee charged pursuant to this section, the  
27 commission may charge and collect the following fees to help defray the cost  
28 of the improved data processing system:

29 (a) Filing articles of incorporation of a domestic corporation, ten  
30 dollars.

31 (b) Filing an application of a foreign corporation for authority to  
32 transact business in this state, twenty-five dollars.

33 ~~5-~~ 6. All monies received pursuant to paragraphs 2, 3, ~~and~~ 4 AND 5 of  
34 this subsection shall be deposited, pursuant to sections 35-146 and 35-147,  
35 in the public access fund. The commission shall use the monies deposited in  
36 the fund for the purposes provided in this section. Fees charged pursuant to  
37 this section are exempt from section 39-121.03, subsection A, paragraph 3,  
38 relating to a charge for value of a reproduction on the commercial  
39 market. Monies in the fund are exempt from the provisions of section 35-190  
40 relating to lapsing of appropriations, except that any unencumbered monies in  
41 excess of two hundred thousand dollars at the end of each fiscal year revert  
42 to the state general fund.

43 ~~6-~~ 7. When sufficient monies have been collected pursuant to  
44 paragraphs 2, ~~3-~~ 4 and ~~4-~~ 5 of this subsection to pay for the purchase and

1 installation of the data processing system, the commission shall not charge  
2 and collect the fees prescribed in paragraph 4- 5 of this subsection.

3 Sec. 3. Section 29-851, Arizona Revised Statutes, is amended to read:

4 29-851. Filing, service and copying fees; expedited filing and  
5 services; same day and next day services; posted wait  
6 times; definition

7 A. The commission shall charge and collect in advance and deposit,  
8 pursuant to sections 35-146 and 35-147, the following fees:

9 1. For filing the initial articles of organization, fifty dollars.

10 2. For filing an application for registration of a foreign limited  
11 liability company, one hundred fifty dollars.

12 3. For amending the articles of organization, twenty-five dollars.

13 4. For filing articles of termination and issuing a certificate of  
14 termination, thirty-five dollars.

15 5. For issuing a certificate for any purpose not otherwise provided  
16 for, ten dollars.

17 6. For filing a notice of winding up, twenty-five dollars.

18 7. For filing articles of merger, fifty dollars.

19 8. For furnishing written information on any limited liability  
20 company, ten dollars.

21 9. For furnishing a copy of any document or instrument, five dollars  
22 plus fifty cents per page.

23 10. For accepting an application for reservation of a name or for  
24 filing a notice of the transfer or cancellation of any name reservation, ten  
25 dollars.

26 11. Five dollars for filing a statement of change of address of one or  
27 more of the following:

28 (a) Known place of business.

29 (b) Statutory agent.

30 (c) Manager.

31 (d) Member.

32 12. For any service of notice, demand or process on the commission as  
33 resident agent of a limited liability company, twenty-five dollars. This  
34 amount may be recovered as taxable costs by the party to the suit, action or  
35 proceeding causing the service to be made if the party prevails in the suit,  
36 action or proceeding.

37 13. For filing articles of correction, the fee prescribed in section  
38 10-122, subsection A, paragraph 18.

39 14. For application for reinstatement following administrative  
40 dissolution, in addition to other fees and penalties due, the fee prescribed  
41 in section 10-122, subsection A, paragraph 14.

42 B. The commission shall provide for and establish an expedited service  
43 for the filing of all documents and services provided pursuant to this  
44 chapter as follows:

1           1. The expedited filing shall be a priority service to be completed as  
2 soon as possible after the documents are delivered to the commission.

3           2. In addition to any other fees required by this section or any other  
4 law, the commission shall charge a fee of ~~thirty-five dollars~~ for expedited  
5 services, including those requested by fax. THE FEE SHALL BE DETERMINED BY A  
6 SUPERMAJORITY VOTE OF THE COMMISSIONERS.

7           C. THE COMMISSION MAY PROVIDE FOR AND ESTABLISH SAME DAY AND NEXT DAY  
8 SERVICES FOR THE FILING OF ANY DOCUMENTS AND SERVICES PROVIDED PURSUANT TO  
9 THIS CHAPTER AS FOLLOWS:

10           1. THE SAME DAY AND NEXT DAY SERVICES SHALL NOT BE OFFERED UNLESS ALL  
11 EXPEDITED SERVICES FILED PURSUANT TO THIS CHAPTER ARE PROCESSED WITHIN A  
12 MAXIMUM OF FIVE BUSINESS DAYS AND ALL OTHER DOCUMENTS AND SERVICES FILED  
13 PURSUANT TO THIS CHAPTER ARE PROCESSED WITHIN A MAXIMUM OF THIRTY BUSINESS  
14 DAYS.

15           2. THE COMMISSION SHALL SUSPEND SAME DAY OR NEXT DAY SERVICE IF THE  
16 COMMISSION DETERMINES THAT IT DOES NOT HAVE THE NECESSARY RESOURCES TO  
17 PERFORM THE SERVICE WITHIN THE ESTABLISHED TIME PERIOD.

18           3. IN ADDITION TO ANY OTHER FEES REQUIRED BY THIS SECTION OR ANY OTHER  
19 LAW, THE COMMISSIONERS MAY CHARGE A FEE FOR THE SAME DAY OR NEXT DAY SERVICE  
20 OR BOTH. THE FEE SHALL BE DETERMINED BY A SUPERMAJORITY VOTE OF THE  
21 COMMISSIONERS.

22           D. THE COMMISSION SHALL PUBLICLY POST THE CURRENT WAIT TIMES FOR  
23 PROCESSING REGULAR, EXPEDITED AND SAME DAY AND NEXT DAY SERVICES.

24           ~~E.~~ E. All monies received pursuant to subsection B AND C of this  
25 section shall be deposited, pursuant to sections 35-146 and 35-147, in the  
26 public access fund established pursuant to section 10-122, subsection F.

27           F. FOR THE PURPOSES OF THIS SECTION, "SUPERMAJORITY" MEANS AN  
28 AFFIRMATIVE VOTE OF AT LEAST FOUR COMMISSIONERS.

29           Sec. 4. Appropriation; purpose

30           The sum of \$498,400 is appropriated from the public access fund in  
31 fiscal year 2005-2006 to the corporation commission for the implementation of  
32 the same day and next day services as prescribed by sections 10-122, 10-3122  
33 and 29-851, Arizona Revised Statutes, as amended by this act.

APPROVED BY THE GOVERNOR MAY 4, 2005.

FILED IN THE OFFICE OF THE SECRETARY OF STATE MAY 4, 2005.

Passed the House April 20, 2005,

by the following vote: 55 Ayes,

5 Nays, 0 Not Voting

Speaker of the House  
*Pro Tempore*

Chief Clerk of the House

Passed the Senate March 10, 2005,

by the following vote: 28 Ayes,

0 Nays, 2 Not Voting

President of the Senate

Secretary of the Senate

**EXECUTIVE DEPARTMENT OF ARIZONA  
OFFICE OF GOVERNOR**

This Bill was received by the Governor this

\_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_,

at \_\_\_\_\_ o'clock \_\_\_\_\_ M.

\_\_\_\_\_  
Secretary to the Governor

Approved this \_\_\_\_\_ day of

\_\_\_\_\_, 20\_\_\_\_,

at \_\_\_\_\_ o'clock \_\_\_\_\_ M.

\_\_\_\_\_  
Governor of Arizona

S.B. 1496

**EXECUTIVE DEPARTMENT OF ARIZONA  
OFFICE OF SECRETARY OF STATE**

This Bill was received by the Secretary of State

this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_,

at \_\_\_\_\_ o'clock \_\_\_\_\_ M.

\_\_\_\_\_  
Secretary of State

SENATE CONCURS IN HOUSE AMENDMENTS  
AND FINAL PASSAGE

Passed the Senate April 28, 2005,

by the following vote: 30 Ayes,

0 Nays, 0 Not Voting

Ken Bennett  
President of the Senate  
Charmain Billington  
Secretary of the Senate

EXECUTIVE DEPARTMENT OF ARIZONA  
OFFICE OF GOVERNOR

This Bill was received by the Governor this

28th day of April, 2005

at 4:00 o'clock P. M.

Wennifer Ibarra  
Secretary to the Governor

Approved this 4 day of

May, 2005,

at 3:00 o'clock P. M.

J. J. Rynell  
Governor of Arizona

EXECUTIVE DEPARTMENT OF ARIZONA  
OFFICE OF SECRETARY OF STATE

This Bill was received by the Secretary of State

this 4 day of May, 2005,

at 4:19 o'clock P. M.

Janice K. Brewer  
Secretary of State

S.B. 1496